

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

In re TREMONT SECURITIES LAW, STATE
LAW AND INSURANCE LITIGATION

YALE M. FISHMAN 1998 INSURANCE
TRUST, Individually and On Behalf of All
Others Similarly Situated and Derivatively on
Behalf of the Nominal Defendant,

Plaintiff,

VS.

PHILADELPHIA FINANCIAL LIFE
ASSURANCE COMPANY F/K/A AGL LIFE
ASSURANCE COMPANY, et al.

Defendants.

-and-

TREMONT OPPORTUNITY FUND III, L.P.,
et al.

Nominal Defendants

Pursuant to Rule 1.3 of the Local Rules of the United States Courts for the Southern and Eastern Districts of New York, I, HUTSON B. SMELLEY, hereby move this Court for an Order for admission to practice Pro Hac Vice to Appear as Counsel for PHILADELHIA FINANCIAL LIFE ASSURANCE COMPANY F/K/A AGL LIFE ASSURANCE COMPANY in the above captioned action.

I am in good standing of the bar(s) of the state(s) of Texas and there are no pending disciplinary proceedings against me in any state or federal court.

Dated: Feb 20, 2012

Respectfully submitted,

By: Hutson B. Smelley
Hutson B. Smelley

EDISON, McDOWELL & HETHERINGTON LLP
Phoenix Tower
3200 Southwest Freeway, Suite 2100
Houston, Texas 77027
Telephone: 713-337-5580
Facsimile: 713-337-8850

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing has been served upon the following counsel of record by certified mail, return receipt requested, on this ~~17th~~²⁰ day of February, 2012:

Samuel H. Rudman
David A. Rosenfeld
Edward Y. Kroub
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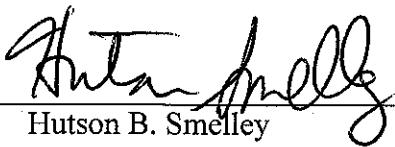
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900 Third Avenue
New York, NY 10022


Hutson B. Smelley

STATE BAR OF TEXAS



Office of The Chief Disciplinary Counsel

February 02, 2012

RE: **Mr. Hutson Brit Smelley**
State Bar Number - 24013524

To Whom it May Concern:

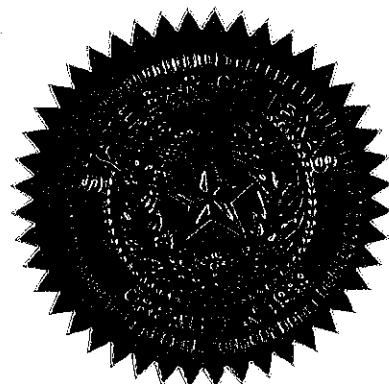
This is to certify that Mr. Hutson Brit Smelley was licensed to practice law in Texas on November 03, 1999 and is an active member in good standing with the State Bar of Texas.

Good Standing means that the attorney is current on payment of Bar dues and attorney occupation tax; has met Minimum Continuing Legal Education requirements; and is not presently under either administrative or disciplinary suspension.

No disciplinary action involving professional misconduct has been taken against the attorney's law license. This certification expires 30 days from this date, unless sooner revoked or rendered invalid by operation of rule or law.

Linda A. Acevedo
Chief Disciplinary Counsel

LA/pv



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TREMONT OPPORTUNITY FUND III, L.P.,
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The motion of HUTSON B. SMELLEY, for admission to practice Pro Hac Vice in the
above captioned action is granted.

Applicant has declares that he is a member in good standing of the bar of the state of Texas; and that his contact information is as follows:

Hutson B. Smalley
Edison, McDowell & Hetherington, LLP
3200 Southwest Freeway, Suite 2100
Houston, Texas 77027
Telephone: (713)337-5580
Facsimile: (713)337-8850

Applicant have requested admission Pro Hac Vice to appear for all purposes as counsel for PHILADELHIA FINANCIAL LIFE ASSURANCE COMPANY F/K/A AGL LIFE ASSURANCE COMPANY in the above entitled action;

IT IS HEREBY ORDERED that Applicant is admitted to practice Pro Hac Vice in the above captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password.

Dated: _____

THE HONORABLE THOMAS P. GRIESA
UNITED STATES DISTRICT JUDGE